

# EXHIBIT C

**JFURTI, LLC  
P.O. Box 2008  
Hyde Park, New York, 12538**

May 24, 2017

**Via Federal Express**

Suneet Singal  
Chairman of the Board of Directors  
First Capital Real Estate Trust Incorporated  
60 Broad Street, 25<sup>th</sup> Floor  
New York, New York 10004

**RE: Shareholder Demand for Investigation and Remediation of the Dissipation of Assets**

Mr. Singal:

I write in my individual capacity, as well as on behalf of JFURTI, LLC ("JFURTI"). I own 47,680 shares of First Capital Real Estate Trust Incorporated ("REIT"), and JFURTI holds a security interest in 1,465,827.58207 shares of the REIT. This letter shall serve as a demand to take legal action against all persons for the breaches of fiduciary duty and other violations set forth below, as well as to immediately redress the harm suffered by the REIT and the REIT's shareholders. This letter shall further serve as a demand, pursuant to Md. Code § 2-512, for inspection of the REIT's Bylaws, minutes of the proceedings of the stockholders, annual statements of affairs, and voting trust agreements.

On or about July 18, 2016, the REIT announced in a 8K filing with the Securities and Exchange Commission ("SEC") that it had entered into a letter of intent with Presidential Realty Corporation ("Presidential") to sell "substantially all of its assets, and those of its subsidiaries" to Presidential for Class B shares of limited voting stock of Presidential by September 18, 2016. At this time, the REIT had approximately \$37 million of assets. The REIT entered into this transaction despite Presidential Class B shares trading for only \$.0055. The REIT, led by Suneet Singal and with the approval of former board members Javier Vande Steeg and Michael McCook, entered into this transaction even though the REIT received wholly insufficient consideration in exchange for "substantially all of its assets, and those of its subsidiaries." This transaction has, in effect, stripped the REIT of substantial assets, revenues, and income streams and significantly devalued the REIT, including its common stocks.

Additionally, between September 15, 2015 and February 28, 2016, the REIT raised approximately \$17 million through a public offering of its common stock. Officers and/or employees of the REIT have informed us that the REIT is no longer in possession of the \$17 million and have further refused to provide an accounting or disclose the location or use of those

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funds to us and the other REIT shareholders. Suneet Singal, as the Chief Executive Officer of the REIT, has orchestrated and facilitated the conveyance of the \$17 million to an unknown location or party, thereby intentionally defrauding the REIT and the REIT's shareholders. Suneet Singal's actions, with the oversight of former board members Javier Vande Steeg and Michael McCook, has caused the REIT to unnecessarily be divested of \$17 million without adequate consideration, which has in turn devalued the REIT and caused harm to its shareholders.

Furthermore, on or about December 16, 2016, the REIT, along with the First Capital Real Estate Operating Partnership L.P. (the "OP") and indirect subsidiaries Township Nine Owner, LLC, Capital Station Holdings, LLC, Capital Station Member, LLC, Capital Station 65 LLC and Avalon Jubilee LLC, entered into an Interest Contribution Agreement with Presidential and newly formed Presidential Operating partnership. The Interest Contribution Agreement provides that the REIT and the OP will pay Presidential \$800,000 for operating capital and to pay expenses. The REIT's officers, including Suneet Singal, and the REIT's board of directors, including Suneet Singal, Frank Grant and Richard Leider, knew or should have known that Presidential had a negative net worth at the time of execution of the Interest Contribution Agreement and that the REIT was receiving effectively no consideration. The actions of Suneet Singal, Frank Grant, and Richard Leider in facilitating and allowing this transaction have devalued the REIT, and as such caused harm to the REIT shareholders.

In addition to the above, the REIT has also failed to file any required quarterly financial statements or reports for more than a full calendar year, and failed to file any required annual audited financial statements. The REIT's board, including Suneet Singal, Frank Grant, and Richard Leider and former board members Javier Vande Steeg and Michael McCook, knew or should have known about the REIT's filing requirements and completely disregarded those requirements. By failing to file any of the aforementioned documents, the REIT's board has recklessly or intentionally withheld pertinent information from its shareholders, thereby causing its shareholders harm. The REIT has further engaged in additional fraudulent acts, condoned and approved by its current and former board members, including publishing an artificially inflated NAV despite clear evidence that the REIT's valuable assets were being exchanged for near worthless Presidential assets, defaulting on at least six (6) mortgage loans or preferred equity financings thereby losing title to said properties, failing to discover or investigate Singal's misrepresentations with respect to properties contributed to the REIT through the Master Agreement executed on September 15, 2015, and entering into various loan agreements with Forum Partners Investment Management at criminally usurious repayment rates. In each instance, the REIT's current and former board knew or should have known that these actions were fraudulent and corporate waste. As a direct result of the REIT's current and former board members' failure to exercise proper oversight of the REIT, including specifically its actions concerning the REIT's artificially inflated published NAV, the REIT has become the subject of an SEC investigation. The REIT, as a subject of this investigation, is now potentially at risk of criminal and civil sanctions imposed by the SEC, as well as civil derivative actions.

The REIT and the OP have continued, with the approval of the board of directors, to engage in transactions for completely inadequate consideration. On March 31, 2017, the REIT and the OP entered into an Interest Contribution Agreement with Photomedex, Inc., a deal in which the REIT and OP have committed to trade \$30 million in property assets for wholly

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insufficient consideration from Photomedex, Inc., to the detriment of the REIT shareholders and OP unitholders.

In the interest of protecting the REIT shareholders, we hereby demand that any and all contemplated transactions to divest the REIT of any assets be immediately and halted that a full investigation be initiated into the above-described transactions by an independent investigatory body comprised of individuals not currently associated with the REIT. We further demand that Suneet Singal be removed as Chairman of the Board of Directors and Chief Executive Officer of the REIT and that the results of the investigation conducted by the independent investigatory body, if warranted, be disclosed to the proper governing authorities, including but not limited to the SEC and the Federal Bureau of Investigation. We further demand that the REIT immediately file any and all outstanding financial disclosure documents and annual audited financial statements.

Please confirm receipt of this letter and the measures you plan to take to investigate and address the harm inflicted upon the REIT and its shareholders within seven (7) business days. Should you fail to investigate and respond to this letter within that timeframe, we will assume that you have refused to comply with this demand and will accordingly file suit to redress the aforementioned damages.

Please direct any and all responses to the undersigned as well Chris Sullivan, Esq., Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. 666 Third Avenue, 25<sup>th</sup> Floor, New York, New York 10017.

Sincerely,

A handwritten signature in black ink, appearing to read 'JF', is written over a horizontal line.

Jacob Frydman, Individually and  
On behalf of JFURTI, LLC

cc: Christopher Sullivan, Esq.